RESOLUTION NO. LFC-15

A RESOLUTION ELECTING OFFICERS OF THE

WHEREAS, under the organizational procedures of the Lodi Financing Corporation, an annual meeting of Directors shall be held and officers elected.

NOW, THEREFORE, BE IT RESOLVED by the Directors of the Lodi Financing Corporation that the following persons are elected to the offices set forth opposite their names below as officers of the Corporation, to serve until the election and qualification of their successors as provided in Article III, Section 303, of the bylaws of the Corporation:

| Name | Title |
|------|-------|
|------|-------|

Bob Johnson President

JoAnne Mounce Vice President

James R. Krueger Treasurer

Randi Johl Secretary

Dated: December 20, 2006

I hereby certify that Resolution No. LFC-15 was passed and adopted by the Board of Directors of the Lodi Financing Corporation in a regular meeting held December 20, 2006, by the following vote:

AYES: DIRECTORS - Hansen, Hitchcock, Katzakian, Mounce, and

President Johnson

NOES: DIRECTORS - None

ABSENT: DIRECTORS - None

ABSTAIN: DIRECTORS - None

RANDI JOHL Secretary